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*Attorneys for Plaintiff  
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**UNITED STATES DISTRICT COURT  
DISTRICT OF NEW JERSEY**

-----X	
JPMORGAN CHASE BANK, N.A.,	:
	: Case No. 2:10-CV-06141 (WJM)
Plaintiff,	:
	:
v.	:
REPUBLIC MORTGAGE INSURANCE	: <b>DECLARATION OF ROBERT D.</b>
COMPANY and REPUBLIC MORTGAGE	: <b>GOODMAN IN SUPPORT OF</b>
INSURANCE COMPANY OF NORTH CAROLINA,	: <b>PLAINTIFF'S MEMORANDUM</b>
	: <b>IN OPPOSITION TO</b>
Defendants.	: <b>DEFENDANTS' MOTION TO</b>
	: <b>DISMISS AND FOR A MORE</b>
	: <b>DEFINITE STATEMENT</b>
-----X	

ROBERT D. GOODMAN, an attorney duly admitted to practice before the  
United States District Court for the District of New Jersey, declares pursuant to 28 U.S.C.  
§ 1746,

1. I am a partner at Debevoise & Plimpton LLP, counsel to Plaintiff  
JPMorgan Chase Bank, N.A. ("Chase").

2. I make this Declaration to put before the Court certain facts and other information in support of Chase's opposition to Defendants' motion to dismiss and for a more definite statement.

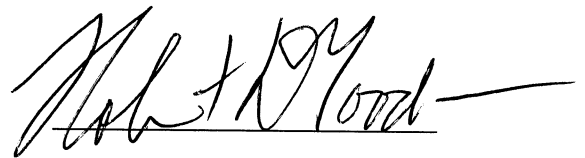
3. Attached to this Declaration as Exhibit A is a true and correct copy of the Complaint filed in *First Tennessee Bank National Association v. Republic Mortgage Insurance Company*, Civ. No 2:10-cv-02513 (W.D. Tenn. filed July 9, 2010) (ECF No. 1).

4. Attached to this Declaration as Exhibit B is a true and correct copy of the Answer filed in *First Tennessee Bank National Association v. Republic Mortgage Insurance Company*, Civ. No 2:10-cv-02513 (W.D. Tenn. filed Sept. 24, 2010) (ECF No. 22).

5. Attached to this Declaration as Exhibit C is a true and correct copy of the Amended Complaint for Declaratory Judgment filed in *Republic Mortgage Insurance Company v. Countrywide Financial Corporation*, No. 603915/09 (Sup. Ct. N.Y. County filed Jan. 5, 2010).

I declare under penalty of perjury that the foregoing is true and correct.

Executed on: New York, New York  
November 7, 2011

A handwritten signature in black ink, appearing to read "Robert D. Goodman", with a long horizontal line extending to the right.

Robert D. Goodman